RFP No. CAP 27-10 -
Proposal for New Orange and Red Line Vehicles

PART B Volume 1
Technical Proposal and Statements
and Certifications Regarding Eligibility

COPY

CSR Sifang JV

CSR Qingdao Sifang Co. Ltd., & CSR America, Inc.,

May 15, 2014

Massachusetts Bay Transportation Authority

massDOT Massachusetts Department of Transportation

COVER LETTER

Offerer's Name

CSR Sifang JV – A Joint Venture

CSR Qingdao Sifang Co., Ltd
88, Jinhongdong Road
Chengyang District, Qingdao
266111, P.R. China
Telephone +86.136.5866.1502
Fax +86.532.6779.5239

CSR America, Inc
300 N. LaSalle Street
Suite 2240
Chicago, IL 60654
Telephone +1.312.527.0740
Fax +1.312.527.3049

Person Submitting Proposal
Mr. Ma Qiang
Assistant Director Marketing Department
Overseas Business Division
CSR Qingdao Sifang Co., Ltd.
Phone +86.136.5866.1502
maqiang@cqsf.com

Mr. Ma Qiang
Authorized Signature for both Joint Venture Members

Primary Point of Contact for MBTA in the USA
Mr. Michael P. Pracht
Proposal Manager
840 Arbordale Lane
Wexford, PA 15090
Phone +1.412.417.5462
Fax +1.724.934.9372
mike.pracht@prachtconsult.com

Secondary Point of Contact for MBTA in China
Mr. Liu Tao
Senior Project Manager
88, Jinhongdong Road
Chengyang District, Qingdao
266111, P.R. China
Phone +86.135.8935.1102
lt@cqsf.com

南车青岛四方机车车辆股份有限公司
中国南车 CSR QINGDAO SIFANG CO.,LTD.

地址：中国青岛市城阳区锦宏东路88号 电话：0532-87801188 传真：0532-87801688
邮编：266111 http: www.cqsf.com

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS:

That, we, CSR QINGDAO SIFANG CO.,LTD., a corporation incorporated and registered under the laws of the People's Republic of China, having its principal office at No.88 Jinhongdong Road, Chengyang District, Qingdao, China (hereinafter referred to as the "Company"), do hereby authorize the following person:

Ni Shengyi
Vice President, CSR Qingdao Sifang Co., Ltd.
Passport No.: P01672711

as the Company's true and lawful attorney in fact to act for the Company, on behalf of and in the name of the Company, by authorizing him to, in respect of the project for the Procurement of Orange Line Cars, Red Line Cars, Capital Spares, Manuals, Diagnostic Equipment and Training Aids for Boston metro by MBTA (RFP No. CAP 27-10), sign and submit the tender and all the related documents as well as all the documents and take all the actions related to the above-mentioned project, and to sign the contract and all the related documents and take all the related actions after the Company wins the bid.

IN WITNESS WHEREOF, the Company has caused this Power of Attorney to be executed in the name of the Company by the Chairman of the Board, Zhang Zaizhong as the legal representative of the Company, on Apr. 14, 2014.

CSR QINGDAO SIFANG CO., LTD.

Zhang Zaizhong, Board Chairman

People's Republic of China)
Municipality of Beijing) SS:
Embassy of the)
United States of America)

Subscribed and sworn to before me on 14 APR 2014 (date), by Zhang Zaizhong

Colleen Smith
Vice Consul

PRESIDENTIAL COMMISSIONS DO NOT EXPIRE

南车青岛四方机车车辆股份有限公司
中国南车 CSR QINGDAO SIFANG CO.,LTD.

地址：中国青岛市城阳区锦宏东路88号 电话：0532-87801188 传真：0532-87801688
邮编：266111 http：www.cqsf.com

POWER OF ATTORNEY

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That, we, CSR QINGDAO SIFANG CO.,LTD., a corporation incorporated and registered under the laws of the People's Republic of China, having its principal office at No.88 Jinhongdong Road, Chengyang District, Qingdao, China (hereinafter referred to as the "Company"), do hereby authorize the following person:

Li Yongle
General Manager, Overseas Business Division, CSR Qingdao Sifang Co., Ltd.
Passport No.: P01466331

as the Company's true and lawful attorney in fact to act for the Company, on behalf of and in the name of the Company, by authorizing him to, in respect of the project for the Procurement of Orange Line Cars, Red Line Cars, Capital Spares, Manuals, Diagnostic Equipment and Training Aids for Boston metro by MBTA (RFP No. CAP 27-10), sign and submit the tender and all the related documents as well as all the documents and take all the actions related to the above-mentioned project, and to sign the contract and all the related documents and take all the related actions after the Company wins the bid.

IN WITNESS WHEREOF, the Company has caused this Power of Attorney to be executed in the name of the Company by the Chairman of the Board, Zhang Zaizhong as the legal representative of the Company, on Apr. 14, 2014.

CSR QINGDAO SIFANG CO., LTD.

Zhang Zaizhong, Board Chairman

People's Republic of China)
Municipality of Beijing) SS:
Embassy of the)
United States of America)

Subscribed and sworn to before me
on 14 APR 2014 (date). by Zhang Zaizhong

Colleen Smith
Vice Consul

PRESIDENTIAL COMMISSIONS DO NOT EXPIRE

南车青岛四方机车车辆股份有限公司
中国南车 CSR QINGDAO SIFANG CO.,LTD.

地址：中国青岛市城阳区锦宏东路88号 电话：0532-87801188 传真：0532-87801688
邮编：266111 http: www.cqsf.com

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Zhang Anying
Deputy General Manager, Overseas Business Division, CSR Qingdao Sifang Co., Ltd.
Passport No.: P01062929

as the Company's true and lawful attorney in fact to act for the Company, on behalf of and in the name of the Company, by authorizing him to, in respect of the project for the Procurement of Orange Line Cars, Red Line Cars, Capital Spares, Manuals, Diagnostic Equipment and Training Aids for Boston metro by MBTA (RFP No. CAP 27-10), sign and submit the tender and all the related documents as well as all the documents and take all the actions related to the above-mentioned project, and to sign the contract and all the related documents and take all the related actions after the Company wins the bid.

IN WITNESS WHEREOF, the Company has caused this Power of Attorney to be executed in the name of the Company by the Chairman of the Board, Zhang Zaizhong as the legal representative of the Company, on Apr. 14, 2014.

CSR QINGDAO SIFANG CO., LTD.

Zhang Zaizhong, Board Chairman

People's Republic of China)
Municipality of Beijing) SS:
Embassy of the)
United States of America)

Subscribed and sworn to before me on 14 APR 2014 (date). by Zai zhong Zhang

Colleen Smith
Vice Consul

PRESIDENTIAL COMMISSIONS DO NOT EXPIRE

南车青岛四方机车车辆股份有限公司
中国南车 CSR QINGDAO SIFANG CO.,LTD.
地址：中国青岛市城阳区锦宏东路88号 电话：0532-87801188 传真：0532-87801688
邮编：266111 http：www.cqsf.com

POWER OF ATTORNEY

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That, we, CSR QINGDAO SIFANG CO.,LTD., a corporation incorporated and registered under the laws of the People's Republic of China, having its principal office at No.88 Jinhongdong Road, Chengyang District, Qingdao, China (hereinafter referred to as the "Company"), do hereby authorize the following person:

Ma Qiang
Assistant Director, Marketing Department, Overseas Business Division
CSR Qingdao Sifang Co., Ltd.
Passport No.: P01361525

as the Company's true and lawful attorney in fact to act for the Company, on behalf of and in the name of the Company, by authorizing him to, in respect of the project for the Procurement of Orange Line Cars, Red Line Cars, Capital Spares, Manuals, Diagnostic Equipment and Training Aids for Boston metro by MBTA (RFP No. CAP 27-10), sign and submit the tender and all the related documents as well as all the documents and take all the actions related to the above-mentioned project, and to sign the contract and all the related documents and take all the related actions after the Company wins the bid.

IN WITNESS WHEREOF, the Company has caused this Power of Attorney to be executed in the name of the Company by the Chairman of the Board, Zhang Zaizhong as the legal representative of the Company, on Apr. 14, 2014.

CSR QINGDAO SIFANG CO., LTD.

Zhang Zaizhong, Board Chairman

People's Republic of China)
Municipality of Beijing) SS:
Embassy of the)
United States of America)

Subscribed and sworn to before me
on 14 APR 2014 (date). by Zhang, Zaizhong

Colleen Smith
Vice Consul

PRESIDENTIAL COMMISSIONS DO NOT EXPIRE

PRESIDENTIAL COMMISSIONS DO NOT EXPIRE

CSR America Incorporated

300 N LaSalle St. Ste 2240, Chicago, IL 60654, United States

Unanimous Board Resolutions of

CSR America, Inc.

The undersigned, being all the directors of CSR America, Inc., a corporation incorporated and in good standing under the laws of the State of Illinois, having its principal office at 300 N. LaSalle Street, Suite 2240, Chicago, IL 60654 ("**Company**"), hereby adopts the following resolutions:

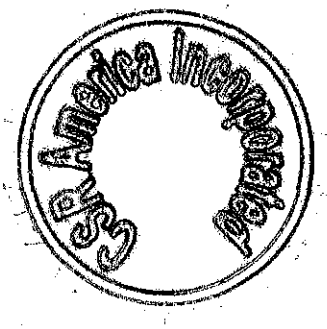
RESOLVED, that **Qiang Ma**, a Chinese citizen with the passport number of P01361525, is hereby authorized as the Company's true and lawful attorney in fact to act for the Company, on behalf of and in the name of the Company, by authorizing him to, in respect of the project for the Procurement of Orange Line Cars, Red Line Cars, Capital Spares, Manuals, Diagnostic Equipment and Training Aids for Boston metro by MBTA (RFP No. CAP 27-10), sign and submit the tender and all the related documents as well as all the documents and take all the actions related to the above-mentioned project, and to sign the contract and all the related documents and take all the related actions after the Company wins the bid.

Date: Apr. 14, 2014

Signature: _____

Name: Shengyi Ni

Title: Director, President



Signature: _____

Name: Yongle Li

Title: Director

CSR America Incorporated

300 N LaSalle St. Ste 2240, Chicago, IL 60654, United States

Unanimous Board Resolutions of

CSR America, Inc.

The undersigned, being all the directors of CSR America, Inc., a corporation incorporated and in good standing under the laws of the State of Illinois, having its principal office at 300 N. LaSalle Street, Suite 2240, Chicago, IL 60654 ("**Company**"), hereby adopts the following resolutions:

RESOLVED, that **Shengyi Ni,** a Chinese citizen with the passport number of P01672711, is hereby authorized as the Company's true and lawful attorney in fact to act for the Company, on behalf of and in the name of the Company, by authorizing him to, in respect of the project for the Procurement of Orange Line Cars, Red Line Cars, Capital Spares, Manuals, Diagnostic Equipment and Training Aids for Boston metro by MBTA (RFP No. CAP 27-10), sign and submit the tender and all the related documents as well as all the documents and take all the actions related to the above-mentioned project, and to sign the contract and all the related documents and take all the related actions after the Company wins the bid.

Date: Apr. 14, 2014

Signature: _____

Name: Shengyi Ni

Title: Director, President

Signature: _____

Name: Yongle Li

Title: Director

CSR America Incorporated

300 N LaSalle St. Ste 2240, Chicago, IL 60654. United States

Unanimous Board Resolutions of

CSR America, Inc.

The undersigned, being all the directors of CSR America, Inc., a corporation incorporated and in good standing under the laws of the State of Illinois, having its principal office at 300 N. LaSalle Street, Suite 2240, Chicago, IL 60654 ("**Company**"), hereby adopts the following resolutions:

RESOLVED, that **Yongle Li**, a Chinese citizen with the passport number of P01466331, is hereby authorized as the Company's true and lawful attorney in fact to act for the Company, on behalf of and in the name of the Company, by authorizing him to, in respect of the project for the Procurement of Orange Line Cars, Red Line Cars, Capital Spares, Manuals, Diagnostic Equipment and Training Aids for Boston metro by MBTA (RFP No. CAP 27-10), sign and submit the tender and all the related documents as well as all the documents and take all the actions related to the above-mentioned project, and to sign the contract and all the related documents and take all the related actions after the Company wins the bid.

Date: Apr. 14, 2014

Signature:

Name: Shengyi Ni

Title: Director, President

Signature:

Name: Yongle Li

Title: Director

CSR America Incorporated

300 N LaSalle St. Ste 2240, Chicago, IL 60654, United States

Unanimous Board Resolutions of

CSR America, Inc.

The undersigned, being all the directors of CSR America, Inc., a corporation incorporated and in good standing under the laws of the State of Illinois, having its principal office at 300 N. LaSalle Street, Suite 2240, Chicago, IL 60654 ("**Company**"), hereby adopts the following resolutions:

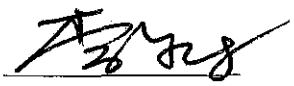
RESOLVED, that **Anying Zhang**, a Chinese citizen with the passport number of P01062929, is hereby authorized as the Company's true and lawful attorney in fact to act for the Company, on behalf of and in the name of the Company, by authorizing him to, in respect of the project for the Procurement of Orange Line Cars, Red Line Cars, Capital Spares, Manuals, Diagnostic Equipment and Training Aids for Boston metro by MBTA (RFP No. CAP 27-10), sign and submit the tender and all the related documents as well as all the documents and take all the actions related to the above-mentioned project, and to sign the contract and all the related documents and take all the related actions after the Company wins the bid.

Date: Apr. 14, 2014

Signature:

Name: Shengyi Ni

Title: Director, President

Signature: 

Name: Yongle Li

Title: Director

SECTION B
PART B TECHNICAL PROPOSAL AND STATEMENTS AND CERTIFICATIONS REGARDING ELIGIBILITY

FORM OF TECHNICAL PROPOSAL AND STATEMENTS AND CERTIFICATIONS REGARDING ELIGIBILITY

This constitutes the undersigned Offeror's Technical Proposal and Statements and Certifications Regarding Eligibility, including all requirements relating to Minority and Women Owned Business Enterprises (M/WBE) participation, for the base contract and options for furnishing and delivery of Orange Line Cars, Red Line Cars, Capital Spares, Manuals, Diagnostic Test Equipment and Training Aids, including all materials, services and costs for freight and insurance to MBTA Facilities in the greater Boston area, as provided in the contract provisions (Contract Provisions) of Request for Proposals No. CAP 27-10 (RFP), Specification No. VE-10-036 (Contract Specification), and all applicable Addenda (Solicitation Documents).

Proposal No. : No. CAP 27-10

Name of Offeror: CSR Qingdao Sifang Co., Ltd.

Business Address: No.88 Jinhongdong Road, Chengyang District, Qingdao, China

Address where Notification should be sent: No.88 Jinhongdong Road, Chengyang District, Qingdao, China

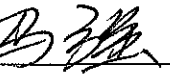
Telephone No.: +86 532 8780 5809 Facsimile Number: +86 8780 5810

E-mail No.: lt@cqsf.com

The undersigned acknowledges that this Technical Proposal and Statements and Certifications Regarding Eligibility is prepared as if it is a best and final offer, and that the Authority has reserved the right to make award to offers submitted in response to the RFP without conducting negotiations and seeking best and final offers.

The undersigned acknowledges that the Technical Proposal and Statements and Certifications Regarding Eligibility shall be valid for one hundred and eighty (180) days from date of proposal submittal. If the Authority requires additional time for its review, the Authority reserves the right to extend the validity of the proposal in thirty (30) day increments. Prices submitted remain in effect as originally submitted.

This Proposal is made this 15 day of May, 2014, and executed by the undersigned:



(IF AN INDIVIDUAL)

Signature of Offeror _____

Business Address _____

Federal Identification/Social Security No._____

(IF A PARTNERSHIP)

Firm Name _____

BY* _____

Title: _____

Business Address _____

Federal Identification/Social Security No._____

Name(s) and Address(es) of all Partners of the Firm: _____

_____

(IF A CORPORATION)

Corporation Name CSR Qingdao Sifang Co., Ltd.

BY* Ma Qiang

Title Assistant Director, Marketing Department, Overseas Business Division

Business Address No.88 Jinhongdong Road, Chengyang District, Qingdao, China

Federal Identification/Social Security No. N/A

***IMPORTANT: As provided in Section A1.07B, attach to Cover Letter proof of authority of Officer or Agent to sign Proposal.**

SECTION B
PART B TECHNICAL PROPOSAL AND STATEMENTS AND CERTIFICATIONS REGARDING ELIGIBILITY

FORM OF TECHNICAL PROPOSAL AND STATEMENTS AND CERTIFICATIONS REGARDING ELIGIBILITY

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Proposal No. : No. CAP 27-10

Name of Offeror: CSR America, Inc.

Business Address: 300 N. LaSalle Street, Suite 2240, Chicago, IL60654

Address where Notification should be sent: 840 Arbordale Lane, Wexford, PA 15090

Telephone No.: +1 412 417 5462 Facsimile Number: +1 724 934 9372

E-mail No.: mike.pracht@prachtconsult.com

The undersigned acknowledges that this Technical Proposal and Statements and Certifications Regarding Eligibility is prepared as if it is a best and final offer, and that the Authority has reserved the right to make award to offers submitted in response to the RFP without conducting negotiations and seeking best and final offers.

The undersigned acknowledges that the Technical Proposal and Statements and Certifications Regarding Eligibility shall be valid for one hundred and eighty (180) days from date of proposal submittal. If the Authority requires additional time for its review, the Authority reserves the right to extend the validity of the proposal in thirty (30) day increments. Prices submitted remain in effect as originally submitted.

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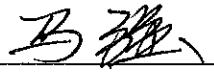

(IF AN INDIVIDUAL)

Signature of Offeror _____

Business Address _____

Federal Identification/Social Security No. _____

(IF A PARTNERSHIP)

Firm Name _____

BY* _____

Title: _____

Business Address _____

Federal Identification/Social Security No. _____

Name(s) and Address(es) of all Partners of the Firm: _____

_____

(IF A CORPORATION)

Corporation Name CSR America, Inc.

BY* Ma Qiang

Title Assistant Director, Marketing Department, Overseas Business Division, CSR Qingdao Sifang Co., Ltd.

Business Address 300 N. LaSalle Street, Suite 2240, Chicago, IL60654

Federal Identification/Social Security No. 33-1218972

***IMPORTANT: As provided in Section A1.07B, attach to Cover Letter proof of authority of Officer or Agent to sign Proposal.**

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VOLUME 2

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